

## CODE OF ETHICS AND SUSTAINABILITY

Since its "birth" SOGESA has wanted to adopt its own Code of Ethics, to emphasize the importance that its members have always given to the values that must guide every activity. This is why, after more than fifteen years from the beginning of our activities, we have decided to revise our "constitutional charter", to make it an even more suitable tool to face future challenges, first and foremost the increasingly topical one of sustainability, while remaining in any case faithful to the spirit of professionalism and customer support, for which we were born. This document (hereinafter also the "Code of Ethics and Sustainability", or simply "Code") is adopted by SOGESA Consulting S.r.l. (hereinafter, for the sake of brevity, "SOGESA" or the "Company") in order to define a point of reference for the behavior of all professionals and collaborators, inspired by compliance with the law, fairness and transparency and indicating principles and rules of behavior that guide all company activities and orient the behavior of the recipients, as identified below.

### Mission

SOGESA Consulting provides professional services to businesses, with the aim of creating added value for customers and producing a competitive advantage for their activities through the professionalism of its consultants and the quality of the services offered; the ability to effectively pursue its mission is strictly connected to the relationships built with its customers and the reputation consolidated over time.

### Scope of

The Code applies to SOGESA and its Recipients are therefore: the shareholders, employees and collaborators of the Company; consultants, partners, as well as all those who, directly or indirectly, permanently or temporarily, operate in the name and on behalf of the Company. The provisions of this document apply to all consultancy activities and express the fundamental principles that inspire the Company and also constitute a specification of the general obligations of diligence, correctness and loyalty, which qualify the fulfillment of work services and behaviour that must be kept in the workplace. Respect for the values and behaviours represented in the Code is also an aspect of fundamental importance for the construction and maintenance of collaborative relationships. Any behaviour inconsistent with the principles set out in this document may also be assessed by the Company for the purposes of protecting its rights and interests. To this end, SOGESA undertakes to disseminate the Code to all interested parties through publication on the company website and plans to issue sanctions in the event of violation of the same.

### Values and general principles of conduct

The core values of SOGESA are: integrity, professionalism, ability to collaborate and commitment to achieving the set objectives. The Company is committed to the objective that these values unite management, employees and collaborators of the organization and translate into conduct consistent with what has been established.

### Honesty and fairness

Honesty is the basis for the proper conduct of consulting activities. All the actions and operations carried out and the behaviours held by the Recipients in the performance of their duties must be inspired to principles of correctness, transparency and traceability, in compliance with current regulations and directives and procedures internal, also in order to protect the assets and image of the Company.

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## Respect for the individual and equal opportunities

SOGESA ensures respect for the physical, moral and cultural integrity of the person. The Company offers equal employment opportunities to all its employees and collaborators on the basis of specific qualifications professional and performance capabilities, without any discrimination, as it selects, hires and manages i Employees and Collaborators exclusively on the basis of criteria of competence and merit. In particular, it protects e promotes the value of human resources in order to improve and increase the wealth of skills owned by the Recipients of the Code. SOGESA, therefore, strives to ensure that the working environment is free from prejudices based on gender, age, preferences sexuality, state of health, race, nationality, political views or membership of trade unions and beliefs religious.

## Health and Safety in the workplace

SOGESA is constantly committed to the protection of health and safety in the workplace, in compliance with the human value of the Recipients of the Code; knowledge and compliance with current health regulations e safety in the workplace is therefore a priority requirement for the Company, for all its collaborators and employees, as well as for contractual counterparties and suppliers.

Information treatment and confidentiality SOGESA guarantees the confidentiality of the information in its possession, except for communications required by law. To this end, the Company has equipped itself with internal tools and rules aimed at achieving an adequate level level of security in the management of the information in its possession. As regards the use and protection of information of its customers, professional ethics obliges all Recipients to protect the confidentiality of such information, both during the assignments and after their conclusion. Prevention of conflicts of interest SOGESA, in line with the values of honesty and fairness, undertakes to implement the necessary measures to prevent and avoiding conflicts of interest. This applies, among other things, in cases where a Recipient: pursues a interest other than the mission of the Company, personally take advantage of the Company's business opportunities, take action contrary to the fiduciary duties associated with one's position. Recipients must also refrain from drawing personal advantage from business opportunities of which they became aware during the course of the own duties.

## Respect for the principle of free competition

SOGESA considers free competition an asset to be protected and recognizes that fair competition affects reputation and is functional to the sustainable development of the company and the market in which it operates. In consideration of this requires the Recipients to refrain from conduct aimed at favouring the conclusion of business for the benefit of Company unfairly or in violation of laws or regulations in force, condemning any act performed in violation of the rules to protect competition and the market, even more through the use of threats and / or violence. Gifts, presents and other forms of benefits No form of free gift or benefit, promised, offered or received, is permitted interpreted as exceeding normal commercial or courtesy practices, or in any case aimed at acquiring preferential treatment in the conduct of any operation attributable to corporate activity. This standard does not it admits exceptions even in those countries where offering gifts of value to business partners is considered customary. Gifts and hospitality are always prohibited if they consist of: cash or equivalent (vouchers gifts, checks, loans, shares); gifts of an inappropriate nature or that damage integrity and reputation of society; gifts and hospitality that violate any law or regulation in force. In principle, not contributions are made to political and trade union parties, committees and organizations. However, they can be disbursed contributions to non-profit associations with regular statutes and articles of incorporation that are of high value cultural or socially beneficial, as long as in full compliance with the procedures dictated by the laws in force.

## Use of company equipment, devices and facilities

Each Recipient is required to work diligently to protect company assets, through conduct responsible; to this end, each Recipient has the responsibility of guarding, conserving and defending the assets and resources of the Company that are entrusted to him as part of his activity and is required to use them in a manner consistent with interest social security and the law, preventing and avoiding its use by unauthorized third parties as well as its use for improper purposes.

## Social responsibility towards employees and collaborators

SOGESA Consulting recognizes the centrality of human capital (including in this definition the components of corporate bodies, employees and collaborators who work in favour of the Company in contractual forms also different from that of subordinate work) and the importance of establishing and maintaining based relationships with this on loyalty and mutual trust.

## Clients

Customers are a fundamental asset for SOGESA, which pursues its mission by offering high quality professional services and monitoring their satisfaction. The style of behaviour towards Customers is based on integrity and respect and is based on the provision of adequate skills with the goal of always maintaining a highly professional relationship. Adoption is brought to the attention of Customers of the Code by the Company, considering compliance with the principles contained therein of fundamental importance for the maintenance of the professional and human relationship.

## Public administration

Relations between the Company and the Institutions and Public Administrations must always be based on the principles of fairness, transparency and collaboration. Any type of behaviour that can be traced back is rejected of a collusive nature or capable of prejudicing the principles expressed in the Code. SOGESA rejects any behavior that can be interpreted as a promise or offer of payments, goods or other benefits of various kinds in order to promote and favor one's interests and take advantage of them. In the specific case of conducting a tender or a commercial negotiation with institutions and public administrations, it is always necessary to operate in compliance with the law and correct commercial practice. In interactions and communications with state or international institutions, public supervisory authorities or control bodies, in replies to requests or acts of inspection (including interrogations, interpellations, requests for information related to ongoing or concluded professional assignments, etc. .) or, in any case, in making known the position of SOGESA on relevant issues, the Company abides by the principles of collaboration, transparency, truthfulness of the information produced and professional correctness.

## Relations with suppliers

Recipients must guarantee the highest ethical standards in the procurement process of goods and services. Relations with suppliers and business partners are based on the search for the right efficiency in supply, loyalty in the relationship, and the recognition of the professionalism and competence of the interlocutor. Before establishing relationships or entering into contracts with collaborators or third parties, it is necessary to ensure the reputation, integrity and good name of the counterparty. The choice of suppliers must be based on objective parameters, such as the quality and price of the good or service to be purchased, as well as the guarantees of assistance, timeliness, efficiency and availability of means; in the selection process, any situation that could constitute a conflict of interest must be avoided.

SOGESA undertakes to require its suppliers and business partners to comply with behavioural principles aligned with its own, considering this aspect of fundamental importance for the creation or continuation of a business relationship. The characteristic suppliers, commercial partners or external collaborators are informed of the existence of the Code of Ethics and the related commitments and, to this end, specific clauses are provided for in the individual contracts.

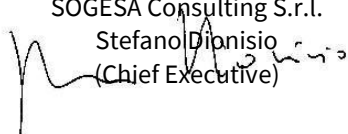
## Sanctions

In the event of an ascertained violation of the Code of Ethics - the observance of which constitutes an essential part of the contractual obligations assumed by the Recipients - appropriate measures are adopted for the protection of corporate interests which, compatibly with the applicable legislation, may determine the termination of the relationship and the compensation of damages incurred.

## Final provisions

The Code of Ethics, shared between the shareholders, is approved by the Chief Executive of SOGESA.  
Any future updates will be shared with the shareholders, approved by the Chief Executive and promptly disseminated to all Recipients.

SOGESA Consulting S.r.l.  
Stefano Dionisio  
(Chief Executive)



Rome, 3 January 2022